

OMB NO. 1124-0003; Expires February 28, 2014

U.S. Department of Justice
Washington, DC 20530

**Amendment to Registration Statement
Pursuant to the Foreign Agents Registration Act of
1938, as amended**

INSTRUCTIONS. File this amendment form for any changes to a registration. Compliance is accomplished by filing an electronic amendment to registration statement and uploading any supporting documents at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant

Hecht, Spencer & Associates, Inc.

2. Registration No.

5451

3. This amendment is filed to accomplish the following indicated purpose or purposes:

☐ To give a 10-day notice of change in information as required by Section 2(b) of the Act.

☐ To correct a deficiency in

☐ Initial Statement

☐ Supplemental Statement for the period ending _____

☐ Other purpose (specify) _____

☒ To give notice of change in an exhibit previously filed.

4. If this amendment requires the filing of a document or documents, please list:

"Agreement to Provide Lobbying and Consulting Services"

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. (If space is insufficient, a full insert page must be used.)

Contract renewal with a foreign principal for the period of April 1, 2013 to March 31, 2014.

Formerly CRM-158

FORM NSD-5
Revised 03/11

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Print or type name under each signature or provide electronic signature¹)

May 22, 2013

/s/ Timothy P. Hecht

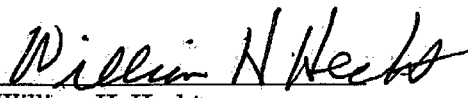
eSigned

¹ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

**AGREEMENT TO PROVIDE
LOBBYING AND CONSULTING SERVICES**

This agreement summarizes the terms by which Minister and Head of Chancery of the Embassy of Japan (Embassy), Hideaki Mizukoshi, on behalf of the Embassy, engages Hecht, Spencer & Associates, Inc. (HSA), of 499 South Capitol Street, SW, Washington, DC 20003, for lobbying and consulting services in connection with legislation and federal government policy matters of possible interest to the Embassy of Japan (this matter):

- **Period of engagement.** The Embassy's engagement of HSA in this matter shall be deemed to have begun on April 1, 2013, to May 20, 2013. However, upon coming into force of the budget of the Government of Japan for the fiscal year of 2013, the term shall be extended until March 31, 2014. The Embassy's engagement of HSA in this matter shall terminate on March 31, 2014, renewable by written agreement between the Embassy and HSA. During this period, or at any time thereafter, either the Embassy or HSA may terminate this engagement upon 30 days' written notice.
- **Fees.** The Embassy agrees to pay HSA \$15,000 per month for all services performed pursuant to this agreement. Upon prior notice to, and approval by, the Embassy, extraordinary expenditures undertaken by HSA in connection with its services pursuant to this agreement will be reimbursed by the Embassy. HSA will bill the Embassy on a monthly basis, and the Embassy agrees to pay such bills within thirty days of their receipt. In the event that either the Embassy or HSA concludes that the volume of the work involved has changed significantly, and that such change is likely to endure for several months, it may recommend that the fee amount be reconsidered to reflect such change in volume. Under such circumstances, the party receiving such a request will consider it in good faith and determine whether a change is warranted.
- **Reports on Activities.** HSA agrees to provide the Embassy with a substantive, confidential monthly report, in writing or orally, on the specific activities it conducts pursuant to this agreement.



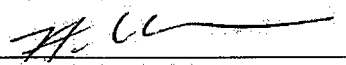
William H. Hecht

President

Hecht, Spencer & Associates, Inc.

Date: 05/17/2013

Accepted by:



Hideaki Mizukoshi

Minister and Head of Chancery

Embassy of Japan

Date: 05/16/2013